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**APPLICATION GRANTED  
SO ORDERED**

**VERNON S. BRODERICK**

**U.S.D.J.** 5/15/2018

**VIA ECF**

The Honorable Vernon S. Broderick  
United States District Court  
Southern District of New York  
Thurgood Marshall United States Courthouse  
40 Foley Square, Courtroom 518  
New York, NY 10007

Re: *City of Riviera Beach General Employees Retirement System v. Macquarie Infrastructure Corporation*, No. 1:18-cv-03608-VSB (S.D.N.Y.)

Dear Judge Broderick:

In accordance with Rule 1.H. of the Court's Individual Rules & Practices in Civil Cases, counsel for Plaintiff City of Riviera Beach General Employees Retirement System ("City of Riviera") and Defendants Macquarie Infrastructure Corporation ("Macquarie"), James Hooke, Jay Davis, Liam Stewart, and Richard D. Courtney (collectively, "Defendants" and together with City of Riviera, the "Parties") respectfully submit this joint letter motion to defer the time for Defendants to respond to the complaint until after the Court has appointed a Lead Plaintiff and approved the selection of Lead Counsel to represent the Class, and Lead Counsel has had the opportunity to prepare a consolidated complaint.

On April, 23, 2018, City of Riviera filed a securities class action complaint against Defendants, which commenced the above-referenced action. This securities class action is subject to the Private Securities Litigation Reform Act of 1995 ("PSLRA"), 15 U.S.C. § 78u-4. In accordance with the PSLRA, on April 24, 2018, counsel for City of Riviera published notice of the pendency of the action which triggered a June 25, 2018 deadline for investors to seek appointment as Lead Plaintiff. *See* 15 U.S.C. § 78u-4(a)(3)(A). While the deadline for investors to seek to serve as Lead Plaintiff is set for June 25, Macquarie's deadline to respond to the complaint in this case is approximately one month earlier, May 17, 2018.<sup>1</sup>

In addition, on April 27, 2018, Plaintiff Daniel Fajardo filed a substantially similar securities class action against Defendants which was accepted as related to the above-captioned action. *See Fajardo v. Macquarie Infrastructure Corp.*, No. 1:18-cv-03744-VSB (S.D.N.Y.). It is anticipated that the Lead Plaintiff movants will seek to consolidate *Fajardo* and the above-captioned action. The PSLRA requires courts to decide any motion for consolidation before a Lead Plaintiff is appointed. *See* 15 U.S.C. § 78u-4(a)(3)(B)(ii). As such, under the current schedule, Macquarie must respond to the complaint before any anticipated motion for

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<sup>1</sup> City of Riviera served Macquarie with the summons and complaint on April 26, 2018.

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May 9, 2018  
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consolidation has been decided, before a Lead Plaintiff and Lead Counsel are appointed to lead this case, and before a consolidated complaint has been filed.

Accordingly, in the interests of judicial economy and preserving the resources of the Parties and the Court, the Parties respectfully request that no answer, motion, or other response to the complaint currently on file should be due until after the Court has appointed a Lead Plaintiff and approved the selection of Lead Counsel to represent the Class, and Lead Counsel has had the opportunity to prepare a consolidated complaint, or to consider whether to proceed on the complaint currently on file. The Parties also respectfully request that the Court allow the Lead Plaintiff and Defendants seven days from the entry of an order appointing Lead Plaintiff and Lead Counsel to meet and confer and submit a proposed schedule for the filing of a consolidated complaint and Defendants' response thereto. There have been no previous requests for adjournments or extensions of time in this case, and granting this request will have no impact on any other scheduled deadlines in this case.

Respectfully submitted,

/s/ Avi Josefson

Avi Josefson

Bernstein Litowitz Berger & Grossmann LLP  
Counsel for City of Riviera

/s/ John E. Schreiber

John E. Schreiber

Winston & Strawn LLP  
Counsel for Defendants

cc: All counsel of record (via ECF)